

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GOLDMAN, SACHS & CO.,

Plaintiff,

-vs-

NORTH CAROLINA MUNICIPAL
POWER AGENCY NUMBER ONE,

Defendant.

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13 CV 1319 (PAC)

ECF Case

DECLARATION OF MATTHEW A. SCHWARTZ

MATTHEW A. SCHWARTZ hereby declares as follows:

1. I am a member in good standing of the bar of this Court. I am a partner at the law firm of Sullivan & Cromwell LLP, counsel to Plaintiff Goldman, Sachs & Co. (“Goldman Sachs”) in the above-captioned action.

2. I submit this Declaration in support of Goldman Sachs’ Reply in Further Support of Its Motion for a Preliminary Injunction.

3. Attached as Exhibit 7 is a true and correct copy of the Transcript of the May 3, 2013 hearing in the matter captioned *Citigroup Global Markets, Inc. v. North Carolina Eastern Municipal Power Agency*, No. 13-cv-1703 (JMF) (S.D.N.Y.).

I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 7, 2013
New York, New York

Respectfully submitted,

By: /s/ Matthew A. Schwartz
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